FORM **BCA 10.30R** (rev. Dec. 2003)
ARTICLES OF AMENDMENT
RESTATED ARTICLES
OF INCORPORATION

**Business Corporation Act** 

Jesse White, Secretary of State Department of Business Services Springfield, IL 62756 Telephone (217) 782-1832 http://www.cyberdriveillinois.com

Remit payment in the form of a check or money order payable to the Secretary of State.

		File #		Filing Fee: \$150.00 Approved:					
		—Submit in duplicate ———	Type or Print clearly in black ink—	———Do not write above this line—					
1.	CORPOR	ATE NAME:			(1)				
^			MENDMENT		(Note 1)				
2.	MANNER OF ADOPTION OF AMENDMENT:								
	The f	· ·	the Articles of Incorporation was adop	(Month & Day)					
	(Ye	ar) in the manner indicate	cated below. ( "X" one box only)	(	,,				
		majority of the incorporate been elected;	ors, provided no directors were named	in the articles of incorporation	and no directors				
					(Note 2)				
		majority of the board of d the time of adoption of t	lirectors, in accordance with Section 10 his amendment;	0.10, the corporation having i	ssued no shares				
					(Note 2)				
			rectors, in accordance with Section 10.1 the adoption of the amendment;	15, shares having been issued	d but shareholder				
					(Note 3)				
	adop	ted and submitted to the	rdance with Section 10.20, a resolution shareholders. At a meeting of shareholders by the articles of incorporation were were	nolders, not less than the min	imum number of				
					(Note 4)				
	duly a	adopted and submitted to han the minimum numbe	lance with Sections 10.20 and 7.10, a report the shareholders. A consent in writing or of votes required by statute and by the have been given notice in accordance.	g has been signed by sharehone articles of incorporation. S	olders having not				
					(Notes 4 & 5)				
	duly		lance with Sections 10.20 and 7.10, a reto the shareholders. A consent in writ						
	Cillin	ed to vote on this afficient	iiiiciit.		(Note 5)				

3(a)	List all provisions of the restated articles of incorporation that amend the existing articles of incorporation
3(b)	Text of the Restated Articles of Incorporation: (Note 6) (Attach additional pages if extra space is needed.)

1.	or a re	eduction of the number of a	authorized shares of any	change, reclassification or ca c class below the number of i c: (If not applicable, insert "N	ssued shares of that class,		
5.	capita		the terms Stated Capita	d amendment effects a chan Il and Paid-in Surplus and is nge")			
		total of these accounts) as		the terms Stated Capital and ment is as follows: <i>(If not app</i>			
				Before Amendment	After Amendment		
			Paid-in Capital	\$	\$		
	Dated	(Month & Day)	(Year)	(Exact Name of Corpor	ation at date of execution)		
		(Any Authorized Office	cer's Sianature)	,	,		
	(Type or Print Name and Title)						
	If amendment is authorized pursuant to Section 10.10 by the incorporators, the incorporators must sign below, and type or print name and title.						
			OR				
	If amendment is authorized by the directors pursuant to Section 10.10 and there are no officers, then a majority of the directors or such directors as may be designated by the board, must sign below, and type or print name and title.						
	The undersigned affirms, under the penalties of perjury, that the facts stated herein are true.						
	Dated	(Month & Day)	, (Year)				
			<del></del>				

## NOTES and INSTRUCTIONS

- NOTE 1: State the true exact corporate name as it appears on the records of the office of the Secretary of State, BEFORE any amendments herein reported.
- NOTE 2: Incorporators are permitted to adopt amendments ONLY before any shares have been issued and before any directors have been named or elected. (§ 10.10)
- NOTE 3: Directors may, without shareholder approval, vote only to restate the articles of incorporation as amended.

  (§ 10.15(g))
- NOTE 4: All amendments not adopted under § 10.10 or § 10.15 require (1) that the board of directors adopt a resolution setting forth the proposed amendment and (2) that the shareholders approve the amendment.

Shareholder approval may be (1) by vote at a shareholders' meeting *(either annual or special)* or (2) by consent, in writing, without a meeting.

To be adopted, the amendment must receive the affirmative vote or consent of the holders of at least 2/3 of the outstanding shares entitled to vote on the amendment (but if class voting applies, then also at least a 2/3 vote within each class is required).

The articles of incorporation may supersede the 2/3 vote requirement by specifying any smaller or larger vote requirement not less than a majority of the outstanding shares entitled to vote and not less than a majority within each class when class voting applies. (§ 10.20)

- NOTE 5: When shareholder approval is by consent, all shareholders must be given notice of the proposed amendment at least 5 days before the consent is signed. If the amendment is adopted, shareholders who have not signed the consent must be promptly notified of the passage of the amendment. (§§ 7.10 & 10.20)
- NOTE 6: The text of the restated articles of incorporation must set forth the following:
  - the date of incorporation, the name under which the corporation was incorporated, subsequent names, if any, that the corporation adopted pursuant to amendment of its articles of incorporation, and the effective date of any such amendments;
  - (ii) the address of the registered office and the name of the registered agent on the date of filing the restated articles; and
  - (iii) the number of shares of each class issued on the date of filing the restated articles and the amount of paidin capital as of such date.

If the registered agent and/or registered office have changed, it will be necessary to accompany this document with form BCA 5.10.

If the number of issued shares and/or paid-in capital have changed, it will be necessary to accompany this document with form BCA 14.30.

NOTE 7: If the paid-in capital is increased due to the provisions of the restatement, the corporation must pay all applicable franchise taxes, penalties and interest before this document can be accepted for filing.